

Hauch Carl S
Form 3
April 27, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Hauch Carl S

(Last) (First) (Middle)

ADVANCE AUTO PARTS, INC., 5008 AIRPORT RD

(Street)

ROANOKE, VA 24012

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

04/24/2011

3. Issuer Name and Ticker or Trading Symbol

ADVANCE AUTO PARTS INC [AAP]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
SVP, National Op & Cust Exp

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

5,965 (1) (2) (3) (4) (5)

D

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
Stock Appreciation Right	Â (6)	08/11/2015	Common Stock 5,524	\$ 43.72 D Â
Stock Appreciation Right	Â (7)	11/17/2015	Common Stock 7,383	\$ 25.81 D Â
Stock Appreciation Right	Â (8)	12/01/2016	Common Stock 4,392	\$ 40.38 D Â
Stock Appreciation Right	Â (9)	12/01/2017	Common Stock 5,817	\$ 66.15 D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hauch Carl S ADVANCE AUTO PARTS, INC 5008 AIRPORT RD ROANOKE, VA 24012	Â	Â	Â SVP, National Op & Cust Exp	Â

Signatures

/s/ Rachel E. Geiersbach, as Attorney-in-Fact for Carl S. Hauch 04/27/2011

Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 4,671 of the reported securities represent unrestricted common stock of the registrant.
- (2) Includes 174 shares of restricted common stock previously awarded under the Advance Auto Parts, Inc. Long Term Incentive Plan which will vest on 8/11/2011.
243 of the reported securities represents the 75% portion of a restricted stock target equity award granted on 11/17/2008 which is subject to time-based vesting in three equal annual installments beginning one year from the grant date. The remaining 25% portion of the grant may vest on 3/1/2012, if the registrant achieves certain predetermined financial performance targets, subject to certification by the registrant's Compensation Committee. In addition, the reporting person may receive additional shares up to 175% of the target award based on the achievement of certain predetermined financial performance as noted above.
- (3) 310 of the reported securities represents the 75% portion of a restricted stock target equity award granted on 12/1/2009 which is subject to time-based vesting in three equal annual installments beginning one year from the grant date. The remaining 25% portion of the grant may vest on 3/1/2013, if the registrant achieves certain predetermined financial performance targets, subject to certification by the registrant's Compensation Committee. In addition, the reporting person may receive additional shares up to 175% of the target award based on the achievement of certain predetermined financial performance as noted above.
- (4) 567 of the reported securities represents the 75% portion of a restricted stock target equity award granted on 12/1/2010 which is subject to time-based vesting in three equal annual installments beginning one year from the grant date. The remaining 25% portion of the grant may vest on 3/1/2014, if the registrant achieves certain predetermined financial performance targets, subject to certification by the registrant's Compensation Committee. In addition, the reporting person may receive additional shares up to 175% of the target award based on the achievement of certain predetermined financial performance as noted above.
- (5) These stock appreciation rights became exercisable in three approximately equal annual installments beginning on 8/11/2009.
- (6)

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(7) The reported securities represents the 75% portion of a target equity award granted on 11/17/2008 which is subject to time-based vesting in three equal annual installments beginning one year from the grant date. The remaining 25% portion of the grant may vest on 3/1/2012, if the registrant achieves certain predetermined financial performance targets, subject to certification by the registrant's Compensation Committee. In addition, the reporting person may receive additional shares up to 175% of the target award based on the achievement of certain predetermined financial performance as noted above.

(8) The reported securities represents the 75% portion of a target equity award granted on 12/1/2009 which is subject to time-based vesting in three equal annual installments beginning one year from the grant date. The remaining 25% portion of the grant may vest on 3/1/2013, if the registrant achieves certain predetermined financial performance targets, subject to certification by the registrant's Compensation Committee. In addition, the reporting person may receive additional shares up to 175% of the target award based on the achievement of certain predetermined financial performance as noted above.

(9) The reported securities represents the 75% portion of a target equity award granted on 12/1/2010 which is subject to time-based vesting in three equal annual installments beginning one year from the grant date. The remaining 25% portion of the grant may vest on 3/1/2014, if the registrant achieves certain predetermined financial performance targets, subject to certification by the registrant's Compensation Committee. In addition, the reporting person may receive additional shares up to 175% of the target award based on the achievement of certain predetermined financial performance as noted above.

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Remarks:

This Form 3 was executed by Rachel E. Geiersbach as Attorney-in-Fact for Carl S. Hauch pursuant

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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